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**LAW OFFICE OF FRANK P. SAIER, P.A.**

**1701 NW 80<sup>th</sup> Boulevard**

**Suite 102**

**Gainesville, Florida 32606**

**Telephone: (352) 377-6111**

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**Email: [franksaierlaw@gmail.com](mailto:franksaierlaw@gmail.com)**

March 6, 2019

*Via UPS*

Department of State  
Division of Corporations  
Corporate Filings  
2661 Executive Center Circle  
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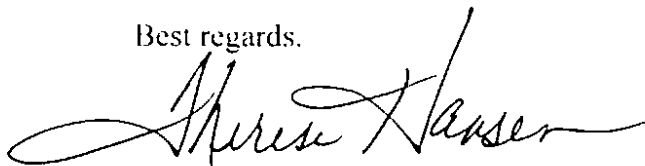
**RE: Wilderness Walk Owners Association, Inc.**

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for the above-entity together with check #975 in the amount of \$70.00. As such, we would appreciate your filing the enclosed Articles at your earliest convenience.

Thank you most cordially for your assistance in this regard.

Best regards,

A handwritten signature in black ink, appearing to read "Theresa Hansen", with a large, stylized flourish at the end.

Theresa Hansen, Legal Assistant

/th

Enclosure (as above-stated)

**ARTICLES OF INCORPORATION  
OF  
WILDERNESS WALK OWNERS ASSOCIATION, INC.**

The undersigned, for the purpose of forming a Corporation Not For Profit under Florida Statutes Chapter 617, does hereby make and adopt the following Articles of Incorporation:

**ARTICLE I  
NAME & ADDRESS**

The name of the corporation shall be: WILDERNESS WALK OWNERS ASSOCIATION, INC. (hereinafter the "Association").

The principal place of business of this corporation will be 3410 NW 180<sup>th</sup> Terrace, Newberry, Florida 32669.

**ARTICLE II  
TERM OF EXISTENCE**

The Association shall exist perpetually. Corporate existence of the Association shall commence upon the filing of these Articles with the Department of State of the State of Florida.

**ARTICLE III  
PURPOSE AND POWERS OF THE ASSOCIATION**

The Association is organized for the several purposes of enforcing the Declaration of Covenants, Conditions and Restrictions for WILDERNESS WALK, Alachua County, Florida, (hereinafter "the Declaration"); for adopting and promulgating titles and regulations pertaining to the maintenance, management, operation, care, preservation and architectural control of the Lots, drainage easements, open space and conservation management areas, and easements for right of way, and utility easements in WILDERNESS WALK, and to promote the health, safety and welfare of the Owners. Pursuant to those purposes the Association shall have the following powers:

(a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration applicable to the Property and recorded or to be recorded in the Public Records of Alachua County, Florida, and as the

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same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) To fix, levy, collect, and enforce payment by all lawful means all charges or assessments pursuant to the terms of the Declaration, to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association;

(c) To acquire, own, hold, improve, build upon, operate, maintain, sell, lease, transfer or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) To borrow money if needed to carry out the purpose and works of the Association;

(e) To use and expend the proceeds of assessments and borrowings in a manner consistent with the purposes for which this Association is formed;

(f) To purchase and maintain property and/or liability insurance if deemed necessary or desirable by the Board;

(g) To make, amend, impose, and enforce by any lawful means, reasonable rules and regulations of use of any Lot, drainage easements, open space and conservation management areas, and easements for right of way, and utility easements, subject to approval of the Suwannee River Water Management District and/or local government jurisdiction if said approval is so required;

(h) To contract for services with others;

(i) To do and perform anything required by these Articles, the Bylaws, or the Declaration to be done by an Owner (as that term is defined in the Declaration), but if not done by the Owner 30 days after notice to the Owner, at the expense of the Owner;

(k) To do and perform any obligations imposed upon the Association by the Declaration or by any permit or authorization from any unit of local, regional, state, or the federal government and to enforce by any legal means the provisions of these Articles, the Bylaws and the Declaration;

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(l) The Association shall levy and collect adequate assessments against Members of the Association in order to carry out the terms and provisions set forth in the Declaration of Covenants, Conditions and Restrictions and to carry out the duties and actions specified in this Articles of Incorporation.

(m) To carry on and perform all actions allowed by not for profit corporations in the State of Florida.

#### **ARTICLE IV MEMBERSHIP AND VOTING**

The Developer and every person or entity who is a record owner of a fee or undivided fee Interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers and owners of life estates in a Lot, shall be a Member of the Association. The foregoing is not intended to include persons or entities who hold an interest as security for the performance of an obligation. The Association membership of each Owner shall be appurtenant to the Lot giving rise to such membership, and shall not be separated from the ownership of a Lot in the Property, except on the transfer of title to said Lot and then only to the transferee of title thereto. Any transfer of title to a Lot shall operate automatically to transfer the membership in the Association appurtenant thereto to the new Owner thereof, for all Association purposes, each Lot shall be entitled to only one vote, regardless of the number of record owners of that Lot.

#### **ARTICLE V INITIAL CONTROL BY DEVELOPERS**

The Developers, Thomas J. Vedder and Mary F. Vedder, or their successors or assigns shall have control of the activities of the Association and its affairs until such time as the Developers voluntarily relinquishes that right or until the date in which 50% of the Lots of the Subdivision have been conveyed to persons or entities other than the Developers.

#### **ARTICLE VI SUBSCRIBERS**

The name and street address of the Subscribers to these Articles of Incorporation are: Thomas J. Vedder and Mary F. Vedder, 3410 NW 180th Terrace, Newberry, Florida 32669.

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## **ARTICLE VII AMENDMENTS**

Until such time as the Developer relinquishes control of the Association, the Board may amend these Articles by adopting a resolution setting forth the amendment, without any vote of the Members, certifying the amendment to the Secretary of State for the State of Florida, and recording such amendment in the Public Records of Alachua County, Florida. After such time as the Developer relinquishes control of the Association, amendments to these Articles shall be proposed and adopted in the following procedure:

(a) The Board shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of Members, which may either be the annual meeting or a special meeting;

(b) Within the time and in the manner provided in the By-Laws for the giving of Notice of meetings of the Members, written notice setting forth the proposed amendment of a summary of the changes to be affected thereby shall be given to each Owner entitled to vote thereon. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of the annual meeting;

(c) At such meeting, a vote of the Members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of Two-thirds (2/3) majority of the votes entitled to vote thereon.

(d) If all of the Directors and all of the Members eligible to vote sign a written statement manifesting their intent that an amendment to these Articles be adopted, then the amendment shall thereby be adopted as through Article VIII (a) through VIII (c) had been satisfied;

(e) A copy of each amendment shall be certified by the Secretary of State, State of Florida, and recorded in the Public Records of Alachua County, Florida.

## **ARTICLE VIII AMENDMENTS TO BY-LAWS**

The power to make, amend, and rescind By-Laws of the Association shall be vested in the Members, as provided by the By-Laws.

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## **ARTICLE IX BOARD OF DIRECTORS**

The Board of Directors shall be elected as provided for in the By-Laws of the Association. The affairs of this Association shall be managed by a Board of three (3) Directors. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

**Thomas J. Vedder, 3410 NW 180th Terrace, Newberry, Florida 32669.**

**Mary F. Vedder, 3410 NW 180th Terrace, Newberry, Florida 32669.**

**Erica Lacher, P O Box 747, Newberry, Florida, 32669**

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At the first annual meeting of the Association, the members shall elect one director for a term of one year, one director for a term of two years, and one director for a term of three years, and at each annual meeting thereafter the members shall elect one director for a term of three years.

## **ARTICLE XI OFFICERS**

The affairs of the Association shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at the first meeting and they shall serve at the pleasure of the Board. The names and addresses of the persons who shall serve until their successors are designated by the Board of Directors are:

President - Thomas J. Vedder, 3410 NW 180<sup>th</sup> Terrace, Newberry, Florida 32669.

Secretary/Treasurer Mary F. Vedder, 3410 NW 180<sup>th</sup> Terrace, Newberry, Florida 32669.

## **ARTICLE XII REGISTERED AGENT AND OFFICE**

The address of the initial Registered Office of the Association is 3410 NW 180<sup>th</sup> Terrace, Newberry, Florida 32669, and the name of its initial Registered Agent at that address is Thomas J. Vedder.

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**ARTICLE XIII  
INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Each person who has served as an officer or director of the Association shall be indemnified by the Association against liability and against expenses (including attorney's fees) reasonably incurred by him in connection with any action, suit or proceeding by reason of his being or having been an officer or director of the corporation.

**ARTICLE XIV  
DISSOLUTION OF ASSOCIATION**


The Association may be dissolved with the assent given in writing and signed by all of the voting members of the Association.


**ARTICLE XV  
CONFLICTS**

Should a conflict exist or arise between any of the provisions of the Articles of Incorporation and the provisions of the Bylaws, the provisions of the Articles of Incorporation shall control.

IN WITNESS WHEREOF, the undersigned has signed and subscribed to these Articles of Incorporation on the 6<sup>th</sup> day of March, 2019.

**Signed, sealed, and delivered  
in our presence as witnesses:**

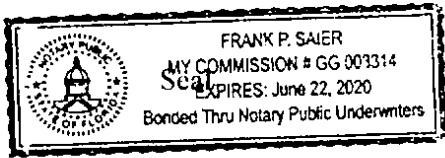
  
\_\_\_\_\_  
Thomas J. Vedder

  
\_\_\_\_\_  
Mary F. Vedder



**STATE OF FLORIDA  
COUNTY OF ALACHUA**

The foregoing instrument was acknowledged before me this 6 day of March, 2019  
by **THOMAS J. VEDDER and MARY F. VEDDER**, who are (X) personally known to me or  
( ) who produced FL drivers' licenses as identification.



A handwritten signature in black ink, appearing to read "Frank P. Sailer", written over a horizontal line.

Notary Public  
My Commission Expires